



Department of Banking and Finance

2990 Brandywine Road, Suite 200

Atlanta, Georgia 30341-5565

Sonny Perdue
Governor

770-986-1633
www.gadbf.org

David G. Sorrell
Commissioner

March 23, 2004

**Via U.S. Certified Return Receipt # 7002 3150 0003 8020 5660
and Facsimile 770-234-3873, 305-489-2635, E-Mail lincbtc@yahoo.com**

Directors, Officers and Employees
"Lincoln Bank & Trust Corporation"
Galleria Center
100 Galleria Parkway, Suite 400
Atlanta, Georgia 30339

RE: Order to Cease and Desist

Dear Directors, Officers and Employees:

Since we did not receive a satisfactory response from you by Monday, March 22, 2004, we are enclosing the Order to Cease and Desist (Order) as referenced in our letter of March 15, 2004. The Order is effective March 23, 2004.

Sincerely,

A handwritten signature in cursive script that reads "Grace M. Lurry".

Grace M. Lurry, CFE, CEM
Deputy Commissioner for Supervision
Phone: (770) 986-1646
Fax: (770) 986-1654

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Enclosure

cc: Federal Deposit Insurance Corporation
Federal Reserve Board
Georgia Secretary of State - Ms. Ellen Cameron
Georgia Office of Attorney General - Mr. Bo Fears
Florida Department of Financial Services

FINANCIAL INSTITUTION ORDER TO CEASE AND DESIST

The Department of Banking and Finance of the State of Georgia ("Department") has the authority pursuant to O.C.G.A. Section 7-1-91(d) and O.C.G.A. Section 7-1-5 to issue a Cease and Desist Order to any financial institution which has violated any law of this state or any order or regulation of the Department, to any financial institution which is conducting business in an unsafe or unauthorized manner, or to any person or corporation conducting business as a financial institution without authority under Chapter 1 of Title 7 of the Official Code of Georgia. On March 15, 2004, this Department sent a letter to the Directors, Officers and Employees of Lincoln Bank & Trust Corporation ("Lincoln Bank"), informing Lincoln Bank of these concerns and requesting immediate action.

Lincoln Bank is in violation of Georgia Statute and conducting a business in an unauthorized manner as follows:

- Lincoln Bank is a company which, according to documentation obtained by the Georgia Department of Banking and Finance, is providing financial services from at least one address in Georgia – Galleria Center, 100 Galleria Parkway, Suite 400, Atlanta, GA 30339. This documentation indicates that Lincoln Bank may be conducting a banking business in Georgia without authority, which is in violation of O.C.G.A. Section 7-1-241.
- Lincoln Bank, by use of the words "Bank & Trust" purports to be either a state chartered bank and trust company, a federally chartered bank and trust company, or a bank and trust company chartered by a foreign country. The Department has found no evidence that Lincoln Bank is either state or federally chartered. If Lincoln Bank is a bank and trust company chartered and located in a foreign country, Lincoln Bank has not been authorized pursuant to O.C.G.A. Section 7-1-713 to conduct business in Georgia as an international agency or representative office.
- Lincoln Bank is not authorized pursuant to O.C.G.A. Section 7-1-242 to act lawfully as a corporate fiduciary in the State of Georgia or authorized to conduct a banking business in this state. Lincoln Bank does not meet one of the corporate fiduciary exceptions contained under O.C.G.A. Section 7-1-242.

Therefore the Georgia Department of Banking and Finance, pursuant to O.C.G.A. Section 7-1-91 and 7-1-5, **does hereby Order Lincoln Bank & Trust Corporation, its successors and assigns and the officers, employees and directors thereof, to Cease and Desist violations of Georgia Law and the conduct of business in an unsafe or unauthorized manner and to take the following actions:**

- 1) Lincoln Bank shall immediately cease indicating in any internet website, marketing materials, signage, correspondence, or legal documentation that could reach Georgia consumers that it is a bank and trust company, and that it is authorized to do business in Georgia.

- 2) Lincoln Bank shall cease using the name "Credit Union", "Bank", "Banking Company", "Banker", "Banking House", "Trust" or any similar terminology in the above materials, in reference to activities conducted in the State of Georgia.
- 3) Lincoln Bank shall not conduct a banking business unless it demonstrates that it is authorized to conduct a banking business in accordance with the provisions of federal or state law. O.C.G.A. Section 7-1-241 specifies that only a state chartered bank, a national bank, a federally chartered thrift, credit union or other agency otherwise authorized by Georgia Law may do a banking business in this state.
- 4) Lincoln Bank shall not provide financial products or services to the citizens of this State by any delivery system, to include the internet, or other electronic access to financial products or services or alternative methods of delivery which differ from geographically based banking without the authorization of the Georgia Department of Banking and Finance, pursuant to O.C.G.A. Section 7-1-241(c).
- 5) If Lincoln Bank is a bank and trust company chartered or licensed in a foreign country, this foreign corporation shall not transact a banking business or maintain an office in this State for carrying on such business or any part thereof without the authorization of this activity by the Department in accordance with Section 7-1-713 of the Code of Georgia.
- 6) **Representatives of Lincoln Bank shall respond to the Department by March 29, 2003, indicating the actions taken regarding compliance with the provisions of this Order. The Department may take further legal action through the State Attorney General as authorized by law.**

The above provisions are effective on the date of issuance of this Order.

March 23, 2004

Date

David G. Sorrell (by GAR, Senior Deputy Commissioner)
David G. Sorrell, Commissioner
State of Georgia Department of Banking and Finance